

UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF MICHIGAN
SOUTHERN DIVISION

In re: ARK LABORATORY, LLC,
Debtor
PAUL R. HAGE, solely in his
capacity as Liquidating Trustee
of the Ark Laboratory Trust,

Case: 23-43403-MLO
Chapter 11
Hon. Maria L. Oxholm

Plaintiff, Adv. P. Case No. 23-04496-LO

v

JAMES A. GROSSI, an Individual,
2210/305 LLC, a Michigan limited liability
company, BRIAN TIERNEY, Individually
and as Trustee of the TIERNEY FAMILY
TRUST DATED 12/21/2018, NAMEER
KIMINAIA, Individually and as Trustee of
the NAMEER KIMINAIA LIVING TRUST
DATED 5/31/2019, TIERNEY FAMILY
TRUST DATED 12/21/2018, NAMEER
KIMINAIA LIVING TRUST DATED
5/31/2019, HAMID SATTAR, ION
DIAGNOSTIC, LLC, a Michigan limited
liability company, and ION MARKETING,
LLC, a Michigan limited liability company,
Defendants.

ANSWER TO COMPLAINT

2210/305 LLC ("2210/305"), a Michigan limited liability company, through Morris

B. Lefkowitz and for its Answer to Complaint and Affirmative Defenses state as follows:

PRELIMINARY STATEMENT

1. Defendant, 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs, except Defendant denies all express or implied allegations of wrongdoing against it because they are untrue.
2. Defendant, 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his

- proofs, except Defendant denies all express or implied allegations of wrongdoing against it because they are untrue.
3. Defendant, 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs, except Defendant denies all express or implied allegations of wrongdoing against it because they are untrue.
 4. Defendant, 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs, except Defendant denies all express or implied allegations of wrongdoing against it because they are untrue.
 5. Defendant, 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs, except Defendant denies all express or implied allegations of wrongdoing against it because they are untrue.
 6. Defendant, 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.
 7. Defendant, 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.
 8. Defendant, 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his

proofs, except Defendant denies all express or implied allegations of wrongdoing against it because they are untrue.

JURISDICTION AND VENUE

9. Defendant, 2210/305 LLC admits the factual allegations contained in this paragraph.
10. Defendant, 2210/305 LLC admits the factual allegations contained in this paragraph.
11. Defendant, 2210/305 LLC admits the factual allegations contained in this paragraph.
12. Defendant, 2210/305 LLC consents to entry of final orders or judgments of the Bankruptcy Court.

PARTIES

13. Defendant, 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs. Defendant, 2210/305 LLC further states that the referenced documents speak for themselves.
14. Defendant, 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs. Defendant, 2210/305 LLC further states that the referenced documents speak for themselves.
15. Defendant, 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.

16. Defendant 2210/305 LLC admits the allegations in this paragraph.
17. Defendant, 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.
18. Defendant, 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.
19. Defendant, 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.
20. Defendant, 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.
21. Defendant 2210/305 LLC states that this paragraph contains legal conclusions for which no response is required. To the extent a response is required, 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.
22. Defendant, 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.

23. Defendant, 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.
24. Defendant, 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave
25. Defendant, 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.
26. Defendant 2210/305 LLC states that this paragraph contains legal conclusions for which no response is required. To the extent a response is required, 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.
27. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.
28. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.
29. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.

BACKGROUND AND STATEMENT OF FACTS

A. Formation and Company Governance

30. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.

31. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.

32. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.

33. Defendant 2210/305 LLC admits the allegations in this paragraph.

34. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.

35. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.

36. Defendant 2210/305 LLC admits the allegations in this paragraph.

37. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.

38. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.

39. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.

40. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.

41. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.

42. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.

43. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.

B. The Redemption Transaction

44. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.

45. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.
46. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.
47. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.
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52. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.
53. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs and further states that the referenced document speaks for itself.
54. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.
55. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.
56. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs and further states that the referenced document speaks for itself.
57. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.
58. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs and further states that the referenced document speaks for itself.

59. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs and further states that the referenced document speaks for itself.
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70. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack sufficient information and leaves Plaintiffs to his proofs, except 2210/305 LLC denies all express or implied allegations of wrongdoing because they are untrue.
71. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.
72. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.

C. The Managers' Breaches of their Fiduciary Duties in Connection with the Redemption

73. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.

74. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.

75. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.

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79. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.

80. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.

D. Ark's Missing Redemption Payables as Further Evidence of Breaches

Fiduciary Duties.

81. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.

82. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.

83. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.

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85. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.

86. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.

E. Grossi's Mismanagement Subsequent to the Redemption

87. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.

88. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.

89. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.

90. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.

91. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.

F. Grossi's Compensation and Expense Reimbursement

92. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.

93. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.

94. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.

95. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.

96. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.

97. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.

G. The Debtor Runs out of Money and Borrows Additional Funds from Peninsula and Then from Grossi

98. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.

99. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.

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103. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.

104. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.

H. Grossi's Unauthorized Post-Petition Transfers

105. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.

106. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.

107. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.

I. The Debtor's Demise and the Commencement of the Bankruptcy

108. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.

109. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.

110. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.

111. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.

CLAIMS FOR RELIEF

COUNT I

Breach of Duty of Loyalty Pursuant to 11 .S.C. §544 and M.C.L. §450.4404 (AS TO DEFENDANTS GROSSI, KIMINAIA, TIERNEY,KIMINAIA TRUST AND TIERNEY TRUST

112. Defendant incorporates paragraphs 1-111 as though they were fully set forth herein.

113. Defendant 2210/305 LLC states that this paragraph calls for a legal conclusion for which no response is required. To the extent a response is required, Defendants neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.

114. Defendant 2210/305 LLC states that this paragraph calls for a legal conclusion for which no response is required. To the extent a response is required, Defendants neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.
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120. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.

121. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.

122. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.

123. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.

COUNT II
Breach of Duty of Care Pursuant to
11.U.S.C. §544 and M.C.L. §450.4404
(AS TO DEFENDANTS GROSSI, KIMINAIA, TIERNEY,
KIMINAIA TRUST AND TIERNEY TRUST)

124. Defendant incorporates paragraphs 1-111 as though they were fully set forth herein.

125. Defendant 2210/305 LLC states that this paragraph calls for a legal conclusion for which no response is required. To the extent a response is required, Defendants neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.

126. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.
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128. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.
129. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.
130. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.
131. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.
132. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.

133. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.

COUNT III
Aiding and Abetting Breaches of Fiduciary Duties
Pursuant to 11.U.S.C. §544
and Applicable Michigan Common Law
(AS TO DEFENDANTS THE TRUSTS, 2210/305, ID, AND IM)

134. Defendant incorporates paragraphs 1-111 as though they were fully set forth herein.

135. Defendant 2210/305 LLC states that this paragraph calls for a legal conclusion for which no response is required. To the extent a response is required, Defendants neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.

136. Defendant 2210/305 LLC states that this paragraph calls for a legal conclusion for which no response is required. To the extent a response is required, Defendants neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.

137. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.

138. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.

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141. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.
142. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.
143. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.
144. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.
145. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.

146. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.

147. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.

148. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.

149. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.

150. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.

COUNT IV
Breach of Duty of Care
Pursuant to 11.U.S.C. §544 and M.C.L. §450.4404
(AS TO DEFENDANT GROSSI)

151. Defendant incorporates paragraphs 1-111 as though they were fully set forth herein.

152. Defendant 2210/305 LLC states that this paragraph calls for a legal conclusion for which no response is required. To the extent a response is required, Defendants neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.

153. Defendant 2210/305 LLC states that this paragraph calls for a legal conclusion for which no response is required. To the extent a response is required, Defendants neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.
154. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.
155. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.
156. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.

COUNT V
Breach of Duty of Loyalty
Pursuant to 11.U.S.C. §544 and M.C.L. §450.4404
(AS TO DEFENDANT GROSSI)

157. Defendant incorporates paragraphs 1-111 as though they were fully set forth herein
158. Defendant 2210/305 LLC states that this paragraph calls for a legal conclusion for which no response is required. To the extent a response is required, Defendants neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.

159. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.

160. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.

161. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.

162. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.

163. Defendant 2210/305 LLC neither admits nor denies the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.

COUNT VI
Avoidance of Voidable Transactions Pursuant to
11.U.S.C. §544(b) and M.C.L. §§566.34 (1)(a)
(AS TO ALL DEFENDANTS)

164. Defendant 2210/305 LLC incorporate paragraphs 1-163 as though they were fully set forth herein.

165. Defendant 2210/305 LLC state that this paragraph calls for a legal conclusion for which no response is required. To the extent a response is required,

Defendants neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.

166. Defendant 2210/305 LLC state that this paragraph calls for a legal conclusion for which no response is required. To the extent a response is required, Defendants neither admit nor deny all allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.

167. Defendant 2210/305 LLC state that this paragraph contains legal conclusions for which no response is required. To the extent a response is required, Defendant 2210/305 LLC deny all allegations of wrongdoing in this paragraph because they are untrue.

168. Defendant 2210/305 LLC state that this paragraph contains legal conclusions for which no response is required. To the extent a response is required, Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information and leave Plaintiffs to his proofs.

169. Defendant 2210/305 LLC state that this paragraph contains legal conclusions for which no response is required. To the extent a response is required, Defendant 2210/305 LLC deny all allegations of wrongdoing in this paragraph because they are untrue.

170. Defendant 2210/305 LLC state that this paragraph calls for a legal conclusion for which no response is required. To the extent a response is required, Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information and leave Plaintiffs to his proofs.

171. Defendant 2210/305 LLC state that this paragraph calls for a legal conclusion for which no response is required. To the extent a response is required, Defendant 2210/305 LLC deny all allegations of wrongdoing in this paragraph because they are untrue.

172. Defendant 2210/305 LLC state that this paragraph calls for a legal conclusion for which no response is required. To the extent a response is required, Defendant 2210/305 LLC deny all allegations of wrongdoing in this paragraph because they are untrue.

173. Defendant 2210/305 LLC deny all allegations of wrongdoing in this paragraph because they are untrue.

174. Defendant 2210/305 LLC deny all allegations of wrongdoing in this paragraph because they are untrue.

175. Defendant 2210/305 LLC deny all allegations of wrongdoing in this paragraph because they are untrue.

COUNT VII
Avoidance of Voidable Transactions Pursuant to
11.U.S.C. §544(b) and M.C.L. §§566.34 (1)(a)
(AS TO DEFENDANTS SATTAR, GROSSI, KIMINAIA,
TIERNEY, KIMINAIA TRUST, AND TIERNEY TRUST)

176. Defendant 2210/305 LLC incorporate paragraphs 1-163 as though they were fully set forth herein.

177. Defendant 2210/305 LLC state that this paragraph calls for a legal conclusion for which no response is required. To the extent a response is required, Defendants neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.

178. Defendant 2210/305 LLC deny all allegations of wrongdoing in this paragraph because they are untrue.
179. Defendant 2210/305 LLC deny all allegations of wrongdoing in this paragraph because they are untrue.
180. Defendant 2210/305 LLC deny all allegations of wrongdoing in this paragraph because they are untrue.
181. Defendant 2210/305 LLC deny all allegations of wrongdoing in this paragraph because they are untrue.
182. Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiffs to his proofs.
183. Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information and leave Plaintiffs to his proofs.
184. Defendant 2210/305 LLC state that this paragraph calls for a legal conclusion for which no response is required. To the extent a response is required, Defendants neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiffs to his proofs.
185. Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiffs to his proofs

186. Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiffs to his proofs

187. Defendant 2210/305 LLC state that this paragraph calls for a legal conclusion for which no response is required. To the extent a response is required, Defendants deny all allegations of wrongdoing in this paragraph because they are untrue.

188. Defendant 2210/305 LLC deny all allegations of wrongdoing in this paragraph because they are untrue.

189. Defendant 2210/305 LLC deny all allegations of wrongdoing in this paragraph because they are untrue.

COUNT VIII
Avoidance of Voidable Transactions Pursuant to
11.U.S.C. §544(b) and M.C.L. §566.35 (2)
(AS TO DEFENDANTS TIERNEY, KIMINAIA AND THE TRUSTS)

190. Defendant 2210/305 LLC incorporate paragraphs 1-189 as though they were fully set forth herein.

191. Defendant 2210/305 LLC state that this paragraph calls for a legal conclusion for which no response is required. To the extent a response is required, Defendants deny all allegations of wrongdoing in this paragraph because they are untrue.

192. Defendant 2210/305 LLC state that this paragraph calls for a legal conclusion for which no response is required. Defendants deny all allegations of wrongdoing in this paragraph because they are untrue.

193. Defendant 2210/305 LLC state that this paragraph calls for a legal conclusion for which no response is required. To the extent a response is required, Defendants deny all allegations of wrongdoing in this paragraph because they are untrue.
194. Defendant 2210/305 LLC state that this paragraph calls for a legal conclusion for which no response is required. To the extent a response is required, Defendants deny all allegations of wrongdoing in this paragraph because they are untrue.
195. Defendant 2210/305 LLC state that this paragraph calls for a legal conclusion for which no response is required. To the extent a response is required, Defendants deny all allegations of wrongdoing in this paragraph because they are untrue.
196. Defendant 2210/305 LLC deny all allegations of wrongdoing in this paragraph because they are untrue.
197. Defendant 2210/305 LLC deny all allegations of wrongdoing in this paragraph because they are untrue.
198. Defendant 2210/305 LLC deny all allegations of wrongdoing in this paragraph because they are untrue.
199. Defendant 2210/305 LLC deny all allegations of wrongdoing in this paragraph because they are untrue.
200. Defendant 2210/305 LLC deny all allegations of wrongdoing in this paragraph because they are untrue.

201. Defendant 2210/305 LLC deny all allegations of wrongdoing in this paragraph because they are untrue.

COUNT IX

Avoidance of Fraudulent Transfers

Pursuant to 11.U.S.C. §§548 (a)(1)(A)

(AS TO DEFENDANTS TIERNEY, KIMINAIA AND THE TRUSTS)

202. Defendant 2210/305 LLC incorporate paragraphs 1-201 as though they were fully set forth herein.

203. Defendant 2210/305 LLC state that this paragraph calls for a legal conclusion for which no response is required. To the extent a response is required, Defendants deny all allegations of wrongdoing in this paragraph because they are untrue.

204. Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiffs to his proofs.

205. Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiffs to his proofs.

206. Defendant 2210/305 LLC deny all allegations of wrongdoing because they are untrue.

207. Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiffs to his proofs.

208. Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information and leave Plaintiffs to his proofs.
209. Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiffs to his proofs
210. Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiffs to his proofs
211. Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiffs to his proofs.
212. Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiffs to his proofs.
213. Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiffs to his proofs.
214. Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiffs to his proofs.

215. Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiffs to his proofs.

216. Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiffs to his proofs.

217. Defendant 2210/305 LLC deny all allegations of wrongdoing in this paragraph because they are untrue.

218. Defendant 2210/305 LLC deny all allegations of wrongdoing in this paragraph because they are untrue.

219. Defendant 2210/305 LLC deny all allegations of wrongdoing in this paragraph because they are untrue.

COUNT X

Avoidance of Fraudulent Transfers

Pursuant to 11.U.S.C. §§548 (a)(1)(B)

(AS TO DEFENDANTS TIERNEY, KIMINAIA AND THE TRUSTS)

220. Defendant 2210/305 LLC incorporate paragraphs 1-219 as though they were fully set forth herein.

221. Defendant 2210/305 LLC state that this paragraph calls for a legal conclusion for which no response is required. To the extent a response is required, Defendants neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.

222. Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.
223. Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.
224. Defendant 2210/305 LLC deny all allegations of wrongdoing because they are untrue.
225. Defendant 2210/305 LLC deny all allegations of wrongdoing because they are untrue.
226. Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.
227. Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.
228. Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.
229. Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.

230. Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.
231. Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.
232. Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.
233. Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.
234. Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.
235. Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.
236. Defendant 2210/305 LLC deny all allegations of wrongdoing in this paragraph because they are untrue.
237. Defendant 2210/305 LLC deny all allegations of wrongdoing in this paragraph because they are untrue.

238. Defendant 2210/305 LLC deny all allegations of wrongdoing in this paragraph because they are untrue.

COUNT XI

Avoidance of Preferential Transfers to Insiders

Pursuant to 11.U.S.C. §547 (b)

(AS TO DEFENDANTS GROSSI AND/OR 2210/305)

239. Defendant 2210/305 LLC incorporate paragraphs 1-238 as though they were fully set forth herein.

240. Defendant 2210/305 LLC state that this paragraph calls for a legal conclusion for which no response is required. To the extent a response is required, Defendants neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.

241. Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.

242. Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.

243. Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.

244. Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.

245. Defendant 2210/305 LLC state that this paragraph contains legal conclusions for which no response is required. To the extent that a response is required, Defendants neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.

246. Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.

247. Defendant 2210/305 LLC deny all allegations of wrongdoing in this paragraph because they are untrue.

248. Defendant 2210/305 LLC deny all allegations of wrongdoing in this paragraph because they are untrue.

COUNT XII

Avoidance of Fraudulent Transfers

Pursuant to 11.U.S.C. §§548 (a)(1)(A)

(AS TO DEFENDANTS GROSSI AND 2210/305)

249. Defendant 2210/305 LLC incorporate paragraphs 1-248 as though they were fully set forth herein.

250. Defendant 2210/305 LLC state that this paragraph calls for a legal conclusion for which no response is required. To the extent a response is

required, Defendants neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.

251. Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs, except that Defendants Grossi and 2210/305 deny the allegations in this paragraph because they are untrue.

252. Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.

253. Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.

254. Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.

255. Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.

256. Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.

257. Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.

258. Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.

259. Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information and leave Plaintiffs to his proofs.

260. Defendant 2210/305 LLC neither deny all allegations of wrongdoing in this paragraph because they are untrue.

261. Defendant 2210/305 LLC deny all allegations of wrongdoing in this paragraph because they are untrue.

COUNT XIII

Avoidance of Fraudulent Transfers

Pursuant to 11.U.S.C. §§548 (a)(1)(B)

(AS TO DEFENDANTS GROSSI AND 2210/305)

262. Defendant 2210/305 LLC incorporate paragraphs 1-261 as though they were fully set forth herein.

263. Defendant 2210/305 LLC state that this paragraph calls for a legal conclusion for which no response is required. To the extent a response is required, Defendants neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.

264. Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.
265. Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.
266. Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.
267. Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.
268. Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.
269. Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.
270. Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.

271. Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information and leave Plaintiffs to his proofs

272. Defendant 2210/305 LLC deny all allegations of wrongdoing in this paragraph because they are untrue.

Defendants deny all allegations of wrongdoing in this paragraph because they are untrue.

COUNT XIV

Avoidance of Post-Petition Transfers

Pursuant to 11.U.S.C. §549 (a)

(AS TO DEFENDANTS GROSSI AND/OR 2210/305)

273. Defendant 2210/305 LLC incorporate paragraphs 1-273 as though they were fully set forth herein.

274. Defendant 2210/305 LLC further state that this paragraph calls for a legal conclusion for which no response is required. To the extent a response is required, Defendants neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.

275. Defendant 2210/305 LLC deny all allegations of wrongdoing in this paragraph because they are untrue.

276. Defendant 2210/305 LLC deny the allegations of wrongdoing in this paragraph because they are untrue.

277. Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information and leave Plaintiffs to his proofs

278. Defendant 2210/305 LLC deny the allegations of wrongdoing in this paragraph because they are untrue.

COUNT XV

**Avoidance of Voidable Transactions Pursuant to
11 U.S.C. §544 (b) and M.C.L. §566. 34 (1)(a)
(AS TO DEFENDANTS GROSSI AND 2210/305)**

279. Defendant 2210/305 LLC incorporate paragraphs 1-279 as though they were fully set forth herein.

280. Defendant 2210/305 LLC state that this paragraph calls for a legal conclusion for which no response is required. To the extent a response is required, Defendants neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.

281. Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.

282. Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs, except that Defendants Gossi and 2210/305 deny all allegations of wrongdoing in this paragraph because they are untrue.

283. Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.

284. Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.

285. Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.

286. Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.

287. Defendant 2210/305 LLC deny all allegations of wrongdoing in this paragraph because they are untrue.

288. Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information and leave Plaintiffs to his proofs

289. Defendant 2210/305 LLC deny all allegations of wrongdoing in this paragraph because they are untrue.

COUNT XVI

Avoidance of Voidable Transactions Pursuant to

11.U.S.C. §544 (b) and M.C.L. §566.34(1)(b)

(AS TO DEFENDANTS GROSSI AND 2210/305)

290. Defendant 2210/305 LLC incorporate paragraphs 1-290 as though they were fully set forth herein.

291. Defendant 2210/305 LLC state that this paragraph calls for a legal conclusion for which no response is required. To the extent a response is required, Defendants neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.
292. Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.
293. Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs, except that Defendants Grossi and 2210/305 deny all allegations of wrongdoing in this paragraph because they are untrue.
294. Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.
295. Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.
296. Defendant 2210/305 LLC deny all allegations of wrongdoing in this paragraph because they are untrue.
297. Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information and leave Plaintiffs to his proofs

298. Defendant 2210/305 LLC deny all allegations of wrongdoing in this paragraph because they are untrue.

COUNT XVII

Avoidance of Voidable Transactions Pursuant to

11.U.S.C. §544 (b) and M.C.L. §566.35(2)

(AS TO DEFENDANT GROSSI)

299. Defendant 2210/305 LLC incorporate paragraphs 1-299 as though they were fully set forth herein.

300. Defendant 2210/305 LLC state that this paragraph calls for a legal conclusion for which no response is required. To the extent a response is required, Defendants neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.

301. Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.

302. Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.

303. Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.

304. Defendant 2210/305 LLC deny all allegations of wrongdoing in this paragraph because they are untrue.

305. Defendant 2210/305 LLC deny all allegations of wrongdoing in this paragraph because they are untrue.

COUNT XVIII

Recovery of Unlawful Distributions

Pursuant to 11.U.S.C. §§450.4307 and 450.4308(1) and (3)

(AS TO DEFENDANT GROSSI)

306. Defendant 2210/305 LLC incorporate paragraphs 1-306 as though they were fully set forth herein.

307. Defendant 2210/305 LLC state that this paragraph calls for a legal conclusion for which no response is required. To the extent a response is required, Defendants neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.

308. Defendant 2210/305 LLC state that this paragraph calls for a legal conclusion for which no response is required. To the extent a response is required, Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.

309. Defendant 2210/305 LLC state that this paragraph calls for a legal conclusion for which no response is required. To the extent a response is required, Defendants neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs

310. Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.
311. Defendant 2210/305 LLC state that this paragraph calls for a legal conclusion for which no response is required. To the extent a response is required, Defendants neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.
312. Defendant 2210/305 LLC state that this paragraph calls for a legal conclusion for which no response is required. To the extent a response is required, Defendants neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.
313. Defendant 2210/305 LLC state that this paragraph calls for a legal conclusion for which no response is required. To the extent a response is required, Defendants neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.
314. Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.
315. Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.

316. Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.
317. Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.
318. Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.
319. Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.
320. Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs, except Defendant Gossi admits the allegations in this paragraph.
321. Defendant 2210/305 deny all allegations of wrongdoing in this paragraph because they are untrue.
322. Defendant 2210/305 deny all allegations of wrongdoing in this paragraph because they are untrue.
323. Defendant 2210/305 deny all allegations of wrongdoing in this paragraph because they are untrue.
324. Defendant 2210/305 LLC deny all allegations of wrongdoing in this paragraph because they are untrue.

325. Defendant 2210/305 LLC deny all allegations of wrongdoing in this paragraph because they are untrue.

COUNT XIX

Recovery of Avoidable Transfers

Pursuant to 11.U.S.C. §550 (a)(1) and (2)

(AGAINST ALL DEFENDANTS)

326. Defendant 2210/305 LLC incorporate paragraphs 1-326 as though they were fully set forth herein.

327. Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.

328. Defendant 2210/305 LLC state that this paragraph calls for a legal conclusion for which no response is required. To the extent a response is required, Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.

329. Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.

330. Defendant 2210/305 LLC deny all allegations of wrongdoing in this paragraph because they are untrue.

331. Defendant 2210/305 LLC deny all allegations of wrongdoing in this paragraph because they are untrue.

COUNT XX
Recharacterization of Debt
Pursuant to 11.U.S.C. §105
(AS TO DEFENDANT GROSSI)

332. Defendant 2210/305 LLC incorporate paragraphs 1-332 as though they were fully set forth herein.

333. Defendant 2210/305 LLC state that this paragraph calls for a legal conclusion for which no response is required. To the extent a response is required, Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leaves Plaintiff to his proofs.

334. Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.

335. Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.

336. Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.

337. Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.

338. Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.

339. Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.

340. Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.

341. Defendant 2210/305 LLC deny all allegations of wrongdoing in this paragraph because they are untrue.

342. Defendant 2210/305 LLC deny all allegations of wrongdoing in this paragraph because they are untrue.

COUNT XXI

Equitable Subordination of Claims

Pursuant to 11.U.S.C. §510(c)

(AS TO DEFENDANT GROSSI)

343. Defendant 2210/305 LLC incorporate paragraphs 1-343 as though they were fully set forth herein.

344. Defendant 2210/305 LLC state that this paragraph calls for a legal conclusion for which no response is required. To the extent a response is required, Defendant 2210/305 LLC neither admit nor deny the allegations in

this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.

345. Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.

346. Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.

347. Defendant 2210/305 LLC neither admit nor deny the allegations in this paragraph based upon lack of sufficient information, and leave Plaintiff to his proofs.

348. Defendants deny all allegations of wrongdoing in this paragraph because they are untrue.

349. Defendants deny all allegations of wrongdoing in this paragraph because they are untrue.

Respectfully submitted,

Lefkowitz Law Group

/s/ Morris B. Lefkowitz

By: Morris B. Lefkowitz (P31335)
29777 Telegraph Road, Suite 2440
Southfield, MI 48034
(248) 559-0180

Dated: February 12, 2024

AFFIRMATIVE DEFENSES

2210/305 LLC ("2210/305"), a Michigan limited liability company, through Morris B. Lefkowitz and for their Affirmative Defenses state as follows:

1. Plaintiff fails to state a claim upon which relief can be granted as a matter of law and Defendants are entitled to summary judgment.

2. The relief sought in the Complaint is barred under the applicable principles of res judicata, estoppel, waiver, release, preclusion and/or laches.

3. The allegedly fraudulent transfers do not satisfy the prima facie elements of 11 U.S.C. §§548 AND 544, nor do they satisfy the prima facie elements under non-bankruptcy law as incorporated by the Bankruptcy Code.

4. Plaintiff does not manage the entity.

5. Plaintiff has failed to join all necessary parties.

6. The Defendant(s) reserves the right to assert all other available defenses to the Complaint, whether at law or in equity, and the ability to modify those defenses already asserted.

7. To the extent that the relevant defendant(s) did not receive reasonably equivalent value, the relevant transfer(s) were made at a time when the relevant debtor (i) was not insolvent on the date that such transfer was made or such obligation was incurred, or did not become insolvent as a result of such transfer or obligation; (II) was not engaged in business or a transaction, or was not about to engage in business or a transaction, for which any property remaining with the debtor was an unreasonably small capital; or (III) did not intend to incur, or believe that the debtor would incur, debts that would be beyond the debtor's ability to pay as such debts matured.

8. Plaintiff does not have standing and is not the proper party to be asserting this claim.

9. The Plaintiffs' claims are barred in whole or in part by the applicable statute of limitations.

10. That Plaintiff's claims are barred in whole or in part for the reason that Debtor received just and reasonable value.

11. Plaintiffs' claims, if any, were caused, occasioned and/or contributed, either in whole or part, by the actions and/or omissions of others.

Respectfully submitted,

Lefkowitz Law Group

/s/ Morris B. Lefkowitz

By: Morris B. Lefkowitz (P31335)

29777 Telegraph Road, Suite 2440

Southfield, MI 48034

(248) 559-0180

Dated: February 12, 2024